

A RESOLUTION

BY FINANCE/EXECUTIVE COMMITTEE

A RESOLUTION AUTHORIZING THE MAYOR, ON BEHALF OF THE CITY, TO EXECUTE A CONTRACT WITH UNIVERSAL TENNIS MANAGEMENT, LLC, FOR FC-4944, SPECIAL PROCUREMENT FOR MANAGEMENT & OPERATION OF VARIOUS TENNIS CENTERS, FOR CONSIDERATION AS REFLECTED BELOW; AND FOR OTHER PURPOSES.

WHEREAS, the City of Atlanta's ("City's") Department of Parks, Recreation and Cultural Affairs ("DPRCA") operates recreational tennis programs and manages several tennis centers throughout the City, to wit: Sharon E. Lester Tennis Center in Piedmont Park, Washington Park Tennis Center in Washington Park, Chastain Park Tennis Center in Chastain Park, Bitsy Grant Tennis Center in Atlanta Memorial Park and McGhee Tennis Center in John A. White Park (cumulatively the "Tennis Centers", or individually "Tennis Center"); and

WHEREAS, current economic conditions have compelled DPRCA to reduce its program offerings and investment in capital improvements of recreational facilities in the City; and

WHEREAS, residents of the City value the tennis centers and programs that have been offered for several years, as they enhance the quality of life in the City and attract tennis leagues and associations; and

WHEREAS, the City solicited quotes and management proposals for Contract No. FC-4944, Special Procurement for Management and Operation of Various Tennis Centers; and

WHEREAS, after reviewing and evaluating the Proposals, the Commissioner of DPRCA and the Chief Procurement Officer recommend that Contract No. FC-4944 be awarded to Universal Tennis Management, LLC ("UTM"), for which UTM will remit revenues to the City according to a mutually-negotiated formula set forth below; and

WHEREAS, UTM generally does business as "Universal Tennis Academy", and submitted its proposal under that name, but has created Universal Tennis Management, LLC so that all City transactions remain separate from its non-City business. The officers and other key personnel of Universal Tennis Management, LLC and Universal Tennis Academy are identical.

WHEREAS, the City has determined that it is desirable and in its best interests to make the recommended award to UTM.

THE CITY COUNCIL OF THE CITY OF ATLANTA, GEORGIA, HEREBY RESOLVES that the Mayor, on behalf of the City, is authorized to execute a contract for FC--4944, Special Procurement for Management and Operation of Various Tennis Centers, with Universal Tennis Management, LLC (the "Contract"). The Contract term shall be for five (5) years, and the Contract shall incorporate the material terms set forth in the Scope of Services attached hereto as Exhibit A.

BE IT FURTHER RESOLVED, that the formula by which UTM will return revenues to the City, and the formula by which the City shall deposit those revenues, is as follows:

UTM shall remit to the City \$30,000 per year. Payments shall be made in monthly installments of \$2,500 each.

UTM shall quarterly, calculate the gross receipts for all 5 Tennis Centers and apply a 2% calculation to that figure. If the 2% calculation exceeds the \$7,500 that had been previously remitted to the City that quarter, UTM shall pay to the City the amount exceeding the \$7,500 (the "Excess").

The 2% calculation will apply to year 1 of the Contract. For year 2 of the Contract, the calculation will increase to 3%. During years 3-5 of the Contract, the calculation will be 4%.

The City shall deposit the \$30,000 per year evenly into the trust accounts for each of the five Tennis Centers. Fifty percent of the Excess amount shall be allocated for the Camp Best Friends trust account. The remaining fifty percent of the Excess shall be allocated to each Tennis Center's trust account in proportion to the Center's contribution to the Excess.

BE IT FURTHER RESOLVED, that the revenue which UTM will return to the City shall be anticipated and appropriated by separate legislation.

BE IT FURTHER RESOLVED, that the Chief Procurement Officer is directed to assist the City Attorney in the preparation of the Contract for execution by the Mayor.

BE IT FINALLY RESOLVED, that the Contract will not become binding upon the City, and the City will incur no liability under it until the Contract is executed by the Mayor, attested to by the Municipal Clerk, approved by the City Attorney as to form and delivered to UTM.

Scope of Services

Introduction

The City of Atlanta owns five tennis centers, namely Sharon E. Lester Tennis Center in Piedmont Park, Washington Park Tennis Center in Washington Park, Chastain Park Tennis Center in Chastain Park, Bitsy Grant Tennis Center in Atlanta Memorial Park and McGhee Tennis Center in John A. White Park (cumulatively the “Tennis Centers”, or individually “Tennis Center”). This Scope of Services sets forth the terms of an agreement between the City of Atlanta (the “City”) and Universal Tennis Management, LLC (“Contractor”) regarding Contractor’s operation and management of the Tennis Centers. It should be noted that Contractor generally does business as “Universal Tennis Academy”, and submitted its proposal under that name, but has created Universal Tennis Management, LLC so that all City transactions remain separate from its non-City business. The officers and other key personnel of Universal Tennis Management, LLC and Universal Tennis Academy are identical.

Hours of Operation/Holiday Schedule

The Contractor shall maintain the following hours of operation and holiday schedule at each Tennis Center unless otherwise agreed to by the Contractor and the Department of Parks, Recreation and Cultural Affairs (“DPRCA”):

Hours of Operation – Currently, all of the Tennis Centers are closed on Fridays. Within a period of time not to exceed 90 days from the execution of the agreement, the Contractor shall open all of the Tennis Center on Fridays. In addition, the initial hours of operation shall be:

Bitsy Grant

Monday – Thursday	10:00AM – 9:00PM
Friday	3:00PM – 7:00PM – (within ninety days)
Saturday	9:00AM – 4:00PM
Sunday	9:00AM – 6:00PM

Chastain

Monday – Thursday	9:00AM – 9:00PM
Friday	3:00PM – 7:00PM – (within ninety days)
Saturday	9:00AM – 6:00PM
Sunday	10:00AM – 6:00PM

McGhee

Monday – Thursday	4:00PM – 10:00PM
Friday	4:00PM – 7:00PM – (within ninety days)
Saturday	8:30AM – 2:30PM
Sunday	12:00PM – 6:00PM

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Sharon Lester at Piedmont

Monday – Thursday	11:00AM – 9:00PM
Friday	3:00PM – 7:00PM – (within ninety days)
Saturday	9:00AM – 6:00PM
Sunday	10:00AM – 6:00PM

Washington Park

Monday/Wednesday	4:00PM – 9:00PM
Tuesday/Thursday	10:00AM – 9:00PM
Friday	4:00PM – 7:00PM – NEW
Saturday	9:00AM – 2:00PM
Sunday	1:00PM – 6:00PM

Holiday Closings – The Contractor shall adhere to the holiday schedule as set forth by the City of Atlanta unless otherwise modified by mutual agreement of the Contractor and DPRCA. Accordingly, the Tennis Centers will be closed in observance of the following holidays: New Year's Day, Martin Luther King Jr.'s Birthday, Veterans' Day, Thanksgiving (including the Friday after Thanksgiving) and Christmas Day. In addition, the Tennis Centers will be closed on Easter. During the City-observed holidays of Memorial Day, Independence Day, and Labor Day, the Tennis Centers shall be open during the following hours:

All Centers

Memorial Day	9:00AM - 3:00PM
Independence Day	9:00AM - 3:00PM
Labor Day	9:00AM - 3:00PM

If the Contractor determines that it is in the best interest of the communities served to remain open on one or more of the holidays listed in this section, it may adjust the closing schedule. The Contractor shall not increase the number of closed days.

Fees and Rates

The City of Atlanta has an established fee structure for tennis court use and tennis services, including lessons. This structure is set forth in Atlanta Code of Ordinances Section 110-3(c)(1). The Contractor shall utilize all of the fees set forth in the code section for court use and services described therein. Any proposed changes in fees will be brought to the Atlanta City Council through appropriate legislation. In addition, the Contractor will offer services and programming that are not contemplated by the City Code. For such services and programs, the Contractor will establish fees that are deemed commercially reasonable for the Atlanta market.

Programs and Services Offered

Lessons- The tennis lessons described in Section 110-3 are standard-level lessons that are currently and will continue to be provided by “Developmental Coaches”. Currently, the individual lesson rate is \$20 per half hour/ \$40 per hour, and the group lesson rate is \$12 per hour per person with a four person minimum.

Train Like a Pro Program- The Contractor has found that tennis sites become more viable when an Academy-type lesson is offered in addition to standard-level lessons. Therefore, the Contractor shall offer a “Train Like a Pro Program”, that offers a more strenuous training regime to meet the needs of a broader spectrum of players. This program will have two different levels. The first level will utilize “National Coaches”, who are coaches that have worked with top National or NCAA players. The fee for this level will be \$60 - \$80 per hour, depending upon the particular coach. The second level of the program will utilize “Tour Coaches”, who have worked with WTA/ATP Tour players. The fee for this level will be \$80 - \$100 per hour, depending upon the particular coach. These Coaches will also be available for group and ALTA/USTA lessons. National and Tour coach availability will be limited, and coaches’ names and availability will be posted at the individual Tennis Centers. In the case of players in need of financial aid, the Contractor will make private lessons available to these children as needed in their developmental plan.

League/Tournament Play/Professional and Amateur Tennis Events- Contractor will use commercially reasonable efforts to bring League and Tournament play to the Tennis Centers.

ALTA/USTA Leagues – The Contractors world-class staff has coached and managed hundreds of Thursday and weekend ALTA/USTA teams. This requires court scheduling, team lesson coordination, and the subsequent billing for each team. The Contractor shall continue to manage the many teams at all of the Tennis Centers and encourage the building of new teams to ensure active and satisfied customers.

Management and Operation of Various Tennis Centers

USTA Sanctioned Tournaments –Contractor's staff has run sanctioned tournaments for both adults and juniors. Contractor shall utilize commercially reasonable efforts to develop tournament activity at the Tennis Centers, ranging from the future stars of USTA's Quick Start program through and including Professional Challenger events.

Special Needs Programming- Contractor will use commercially reasonable efforts to provide tennis programming for players with special needs.

Wheelchair Sanctioned Tournaments – Through the Contractors association with Dream Makers Youth Foundation, Contractor has been introduced to the programs of Blaze Sports. Contractor shall utilize commercially reasonable efforts to operate Wheelchair Tennis Clinics and other wheelchair events at the Tennis Centers.

Therapeutics' Program –The City currently offers a Therapeutics Program through at the Coan Park Recreation Center. In addition to offering wheelchair tennis opportunities, the Contractor shall reach out to the professionals who run the programming at the Coan Center to identify and offer tennis activities in which the citizens served by this Center could participate.

Clinics- The Contractor currently holds clinics twice per month at its non-Atlanta locations for the Special Needs children of the Dream Makers Youth Foundation. Its Pros and Junior Players volunteer to help teach the children, and the Chattahoochee Foundation provides rackets for all of the children who attend the program. The Contractor shall provide programs similar to this at all of the Tennis Centers, and shall continue to use local juniors and college players to grow these clinics.

Family Programming- The Contractor has run numerous family tennis events for charitable causes, as well as for family enjoyment. For example, its Chattahoochee Foundation Family Feud is an annual event which last year raised over \$20,000 to help Junior Tennis players with limited financial resources. The Contractor shall add Camp Best Friends as a major beneficiary of upcoming Chattahoochee Foundation events. The Contractor's annual Labor Day Challenge pairs junior players with adult players for family recreation. The Contractor shall organize and implementt Family mixers, fundraisers, and tournaments at all of the Tennis Centers at various times throughout the year.

Club to Club Programs- The Contractor shall ensure that once a month, during a Match Play training session, the children from one Tennis Center will be invited to challenge the players from another Tennis Center. Each Tennis Center will play the other four and a travelling trophy will be presented to the top Tennis Center each year. An Adult Tournament with singles, doubles, and mixed doubles matches being played will be held annually. The site will rotate every year, and players from each facility will represent their club. A travelling trophy will also be awarded to the top team each year.

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Senior Programs- The Contractor shall ensure that the Senior programs will be integrated with the Adult Programming such as clinics, and USTA Cardio Tennis programs. In addition to these programs, several of the Tennis Centers have thriving Senior Round Robins several days per week, which will be maintained. The Contractor shall continue this program and encourage new players to join. The Contractor currently runs a Round Robin program at a non-City facility. The Round Robin group meets rain or shine, and culminates in an annual banquet and player roast. The Contractor shall run its Round Robin program at the Tennis Centers.

Additionally, the Contractor shall use the Golden Age Club offered through the City of Atlanta as a source of outreach. The Contractor shall partner with the current professionals coordinating the senior events to ensure that opportunities remain available for the Seniors at the Tennis Centers.

Fitness/Nutrition Programs- The Contractor currently offers an intense strength and conditioning program for its players at non-City locations. The program focuses on plyometrics, medicine ball stroke simulation, weightlifting, flexibility exercises, and movement training. The Contractor endorses Nike's SPARQ program. SPARQ is an acronym for Speed, Power, Agility, Reaction, and Quickness. Nike has showcased this program recently during nationally televised sporting events.

Although none of the City of Atlanta sites currently have an onsite fitness center, the Contractor shall thoroughly investigate the possibility of utilizing any spaces at the Tennis Centers that could accommodate a small workout room. In the absence of such a center, the Contractor will apply many strength and conditioning exercises while on court.

The Contractor recognizes the need to emphasize nutrition with its current students. The Contractor understands that being a successful athlete involves physical training, but another important component is nutrition. There is a growing concern among the Nation's medical community about Type II diabetes. It is striking a much younger population every year, but it is easy to combat with the right information. The Contractor shall utilize commercially reasonable efforts to partner with some of the larger grocery chains to encourage participants to make healthy choices. The Contractor shall also utilize its relationships with several knowledgeable Pediatricians in the Atlanta area who can give seminars to both children and adults about the dangers of Type II Diabetes.

Junior Clinics/Developmental Programs- Junior Development is a major component of the Contractors programming vision. The Contractor strives for a holistic look at the junior population. Through tennis, the Contractor has a documented history of helping its youth players attain manageable goals. The Contractor uses its approach to help build self esteem and teach life lessons. The Contractor shall implement this holistic approach

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at the Tennis Centers. It shall provide programming that will allow participants to compete in tournaments and also encourage the recreational aspect in its group settings.

The cornerstone of the Contractor's Juniors Program is the Junior Drills. The Contractor's junior drill sessions will be offered throughout the year to children of every age and ability - advanced, intermediate, and beginner. Drill sessions shall consist of : doing a 20-30 minute on-court evaluation to assess the skill level of the child and assign the child to a certain level; meeting with the parents and child to understand their goals and desires; and providing the child with a complimentary trial day to make certain that the junior is comfortable with the program before s/he registers. The group drill sessions will run from 1 hour for the younger children to 2.5 hours for the older groups. The Contractor understands the special needs of some City of Atlanta residents, and will offer, on a needs basis, reduced fee or free drills for those who qualify. The Contractor shall adopt the "No child left behind" approach at the City of Atlanta sites.

The Contractor shall provide the following training levels and junior programs at the Tennis Centers:

Tournament Group – Players are either southern or state ranked or in high school. Technique and match tactics are emphasized.

Junior Excellence – These juniors, aged generally between 11-14, are aspiring to be nationally, sectionally, or state ranked. Focus is on technique, advanced shot development, and basic match strategy.

Challenger – This group is between the ages of 8-12 who are advanced beginner to intermediate level. Fundamentals of stroke production and new shot development are emphasized.

QuickStart Program – These children are beginning tennis players between ages 6-9. Basic fundamentals are emphasized. The players are introduced to point play with the USTA's QuickStart program, which utilizes smaller courts and low compression balls.

Pee Wee Program – Children ages 4-6 with focus being on fun and fundamentals as well as developing basic athletic skills. USTA approved mini courts and foam balls are used.

Club to Club Program - The players from each center will also compete against the other centers in monthly Interclub competitions as referenced in "Club to Club" above.

Private Lessons are available upon request. The lessons are arranged by the individual instructors and are accounted for monthly.

Urban/Inner City/After School Youth Programs/Scholarships- The Contractor recognizes the special needs of the Tennis Community near Washington Park and McGhee Tennis Centers, and will be responsive to those needs. Currently McGhee Tennis Center is home to most of the adult league players in the South Atlanta area. With its league friendly layout, the Contractor will continue to develop and grow its teams with grass-roots adult programs. Washington Park is, and has been, home to most of the top Junior tennis in the City of Atlanta. The Contractor will continue the work that is being done by the current staff at these facilities, and make tennis accessible to all who want it. This includes the continuation of the highly popular Camp Best Friends at Washington Park and the growth of the after school program for children with working parents. The Contractor shall also call on the junior players from its other non-Atlanta sites and from the other Atlanta Tennis Centers and local college teams to volunteer their time to help teach tennis to the underprivileged children in the South Atlanta area. The Contractor shall employ volunteer instructors at these sites, to scholarship those eligible participants who are unable to afford tennis programs.

Summer and Holiday Camps- The Contractor's summer camp at its non-City locations has been highly successful. Camps are offered every week during June and July. The Contractor's three-hour half-day camp is tennis only, while its eight-hour full day camp also incorporates soccer and swimming programs. The Contractor shall start a multi-sport camp at several of the Tennis Centers, with a strong emphasis on continuing and growing Washington Park's Camp Best Friends program. To that end, the Contractor shall make Camp Best Friends a beneficiary of The Chattahoochee Foundation's spring and fall events. The Contractor shall have tennis-specific camps at some of the Tennis Centers over the Winter Holidays for those players wanting to play more tennis.

Marketing Strategy

The Contractor has grown tremendously through the years, from its inception with 8 players to over 250 current players. Much of the growth is due to word of mouth...a highly satisfied clientele has spread the word and consequently its program has flourished. The Contractor has marketing material for the adult and junior programs which are accessible in the pro shop and which are also mailed throughout the year. The Contractor's website, UTATENNIS.COM, is updated regularly and provides all program information. The Contractor shall ensure that each of the Tennis Centers has its own link through the UTATENNIS.COM website. These links will provide information on all current and upcoming programs, and sign-ups for court time and clinics will be available through these links. Throughout the year the Contractor shall give academy and summer camp gift certificates to charitable and school organizations.

The Contractor shall design site-specific brochures for all the adult and junior programs, including summer camps at the Tennis Centers. Marketing material will be made for any upcoming events/tournaments and the Contractor will use e-mail and its website to advertise the activities at the respective sites. In addition, the Contractor shall play an active role in the community by visiting nearby schools.

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The Contractor will encourage the continuation as well as the building of new adult and junior ALTA/USTA teams at all of the Tennis Centers. Tournaments will be held at several sites on a regular basis to also encourage foot traffic through the tennis centers.

Pro Shop Program/Racket Stringing

The Contractor's main sponsors are Nike, Wilson, and Coca-Cola. The Contractor will continue to support these sponsors in the Tennis Centers. Contractor may request that the sponsors provide windscreens and other amenities for the courts. A Sponsor's donation may be acknowledged through displaying its logo (the Nike Swoosh, "Wilson" and "Powerade", respectively) at the Tennis Centers, but such logos will face into the courts and will not be visible from outside of the courts. Rackets, shoes, clothes, balls, and accessories will be available at all of the Tennis Centers. The Contractor will stock the shops that currently exist, and offer an internet-based Pro Shop for those facilities that do not have dedicated Pro Shop space. The Contractor will have on-site stringing services with professionally trained stringers at all of the Tennis Centers, which will include basic racket stringing and gripping services, as well as more advanced services such as weight and balance adjustments.

Operation of Tennis Centers

Employee Benefits- The Contractor will encourage its staff to keep updated in all educational material pertinent to tennis coaching and operations. The Contractor will pay for its staff to attend USPTA and USPTR seminars as well as other informational sessions. It will also subscribe to various teaching websites/magazines for the benefit of its coaches. At some of its staff meetings, the Contractor shall include discussions of new trends in coaching to ensure that its coaching techniques are similar.

All of Contractor's staff members will be employees and therefore will be subject to federal and local taxes. The Contractor's teaching pros will be considered employees for purposes of group tennis lessons, adult and junior drills, tournament coaching and miscellaneous responsibilities at the Tennis Centers (stringing, group fitness sessions, etc). They will be considered independent contractors for purposes of their private lessons. The Contractor will issue both W-2's and 1099's at year-end as required by law.

The Contractor shall retain the City of Atlanta's current employees at the Tennis Centers for a minimum of 120 days, except that the Contractor shall have the right to terminate an offending employee for cause in the event of discovering improprieties in any of the Tennis Centers' accounting books and records.

Health and Dental Insurance - The Contractor will continue to offer health and dental insurance through Humana to its full time employees. The Contractor will pay one-half of the insurance premiums for single employee coverage as required

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by law. The Contractor will allow employees to obtain health and dental insurance after 60 days of employment.

Simple IRA- The Contractor shall implement a Simple IRA and offer it to all of its employees. This will allow its employees the opportunity to establish retirement accounts for themselves. Each employee will be allowed by law to contribute up to a maximum of \$11,500 annually. The Contractor will make a 3% contribution based upon the monthly pre-tax deferral for the Simple IRA amount made by each employee.

Worker's Compensation- The Contractor will retain Worker's Compensation insurance through the American International Companies of the American International Group (AIG). The Contractor shall be subject to annual audits in order to comply with industry regulations and federal laws.

Compliance with ADA- As outlined in the Programs and Services Offered section above, the Contractor will provide and promote tennis services to persons of all ability in accordance with ADA requirements.

Equal Business Opportunity Commitment- The City and the Contractor acknowledge that sub contracting opportunities for minority and female businesses certified with the City to participate on this project may be limited. To the extent possible, the Contractor agrees to utilize its best efforts to provide opportunities for minority and female business participation, including but not limited to: advertising, building supplies, cleaning supplies, copying, janitorial, office supplies repair/maintenance and printing.

Records of Operation - Accounting Specifics- The Contractor shall maintain an accountant who will oversee the accounting and billing for all of the Tennis Centers and will be available at each Tennis Center as needed.

Computerized Accounting- The Contractor shall manage the accounting for each Tennis Center, and shall at all times provide a receipt of payment. Payment options shall include credit cards, checks and money orders. The Contractor shall establish any necessary accounting controls to ensure daily balancing of sales and receipts. The Contractor shall use QuickBooks accounting software, which allows for the management of inventory on a real-time basis. The Contractor will shift inventory as the needs arise at the various sites.

ATL Stats Data- The Contractor shall provide to DPRCA monthly statistics, benchmarks, and other data reasonably requested by DPRCA showing the usage of each Tennis Center, and shall submit monthly financial statements and related financial analysis of accounts and usage of each Tennis Center. These submissions shall be made by the first Wednesday of the month for the previous month. The Contractor shall participate in the City's ATL Stats upon request.

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Accommodation of the Additional Accounting Sites- The Contractor shall operate separate companies within the confines of its accounting software. The Contractor shall operate separate companies for each Tennis Center in order to ensure the accuracy of accounting by site. Each Tennis Center will have its own, unique bank account. Funds will be kept separate for each location and monthly bank reconciliations will be performed.

Integrating the Accounting Operations at the City of Atlanta Tennis Centers- It is essential that the accounting and bookkeeping functions for each of the five Tennis Centers remain separate, both for the transparency of conducting arms length transactions as well as to ascertain the financial viability of each site. The Contractor will establish separate accounting entities for each of the Tennis Centers so that there will be accurate recordkeeping at each facility. The Contractor shall maintain separate bank accounts and accompanying monthly bank reconciliations to help achieve the accounting controls necessary to successfully operate the separate locations. The Contractor will have individual Tennis Center information that will be readily available for consideration by the City of Atlanta or anyone else upon request.

Staff- The Managing Director and the Director of Tennis at each Tennis Center will be in charge of hiring teaching staff and will handle all teaching issues. The Contractor's staff shall be CPR qualified and certified annually for safety purposes.

Capital Improvements to the Tennis Centers- All service related Tennis Center expenditures will be borne by the Contractor. All structural related Tennis Center expenditures will be supported by the funding available in the subject Tennis Center's trust account to the extent that the trust funds continue to exist. Such expenditures must be reviewed and approved in writing by the DPRCA Commissioner prior to undertaking any work.

First-Rate Operations- The Contractor will ensure first-rate operations at all of the Tennis Centers.

Contractor Payments to the City

The Contractor shall remit to the City \$30,000 per year. Payments shall be made in twelve installments of \$2,500 each, no later than the first day of each month.

The Contractor shall quarterly calculate the gross receipts for all 5 Tennis Centers and apply a 2% calculation to that figure. If the 2% calculation exceeds the \$7,500 that had been previously remitted to the City that quarter, the Contractor shall pay to the City the amount exceeding the \$7,500 (the "Excess").

The 2% calculation will apply to year 1 of the Contract. For year 2 of the Contract, the calculation will increase to 3%. During years 3-5 of the Contract, the calculation will be 4%.

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The City shall deposit the \$30,000 per year evenly into the trust accounts for each of the five Tennis Centers. Fifty percent of the Excess amount shall be allocated for the Camp Best Friends trust account. The remaining fifty percent of the Excess shall be allocated to each Tennis Center's trust account in proportion to the Center's contribution to the Excess.